

MEMO ENDORSED

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March 31, 2010

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VIA FAX & OVERNIGHT MAIL

Hon. Frank Maas
 United States Magistrate Judge
 United States District Court
 for the Southern District of New York
 500 Pearl Street
 New York, NY 10007

Stephen Ascher
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Re: Brookfield Asset Management, Inc. et ano. v. AIG Financial Products Corp. et ano., 09-CV-8285

Dear Magistrate Judge Maas:

I am counsel for Plaintiffs in the above-captioned matter. The parties have agreed to the enclosed Stipulated Confidentiality Agreement and Protective Order ("Order"). Because of the nature of the discovery in this matter, the parties have agreed to certain modifications to Judge Gardephe's Model Stipulated Confidentiality Agreement and Protective Order. These modifications are illustrated in the attached redline comparing the enclosed Order to the court's model order.

Please let us know if you have any questions about the parties' enclosed Order, which we respectfully submit for Your Honor's approval.

Respectfully,



Stephen L. Ascher

Enclosures

cc: Michael B. Carlinsky, Esq.
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 counsel for Defendants AIG and AIG-FP

I am concerned about #1 of the proposed order, which, as amended, extends confidentiality to all testimony, not just deposition testimony. To my understanding, if confidential information is used during the course of a trial, it loses its priv protection. Either #1 needs to be reworded or someone needs to explain to me why my understanding is wrong.

*Maas, USMD,
 3/31/10*

